

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
W.R. GRACE & CO., <i>et. al.</i> ,)	Case No. 01-01139 (JKF)
)	Jointly Administered
Debtors.)	

**DEBTORS' FINAL LIST OF WITNESSES THAT THEY MAY
CALL DURING PHASE II OF THE CONFIRMATION HEARING**

Pursuant to the Court's Third Amended Case Management Order Related to the First Amended Joint Plan of Reorganization, dated May 5, 2009 (Docket No. 21544), the Debtors' hereby identify, prior to the completion of all discovery, the following individuals likely to be called by the Debtors' during the Phase II Confirmation Hearing established pursuant to the CMO. The Debtors also set forth the broad general issues for which each witness is presently expected to testify, including which witnesses are expected to testify on Libby related issues as required in the CMO.

As discovery has not yet been completed, the Debtors reserve their rights to supplement/alter this list as necessary and to designate additional/alternative individuals to testify in their case-in-chief at the Confirmation Hearing. Moreover, the identification of any individual on this list does not necessarily mean that the Debtors will offer testimony from a particular witness. However, this list is intended to be a good faith effort to identify those persons who the Debtors will likely call as a witness at trial, either live or by deposition.

Witness	Issues
Richard Finke	Company Information and Confirmation Standards
Jeff Posner	Insurance Issues
Pam Zilly	Financial Issues
David Austern	PI Trust Issues
Honorable Alexander M. Sanders, Jr.	PD Trust Issues
Denise Martin	PD/ZAI Issues

Hudson LaForce	Financial Issues
Derrick Tay	Canadian Issues
Fred Dunbar	PI Issues, including Libby
Dr. Thomas Florence	PI Issues, including Libby
Dr. Daniel Henry	PI Issues, including Libby
Jay Hughes	PI Issues, including Libby
Dr. Suresh Moolgavkar	PI Issues, including Libby
Dr. Howard Ory	PI Issues, including Libby
Dr. John Parker	PI Issues, including Libby
Dr. David Weill	PI Issues, including Libby
Elihu Insulbuch	PI Issues, including Libby
Company Corporate Document Custodian	Foundation and authenticity of business records

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This list may include some, but not necessarily all, fact or expert witnesses called solely for rebuttal or impeachment purposes. The Debtors reserve the right to call additional rebuttal witnesses not identified herein, as necessary. The Debtors may also identify and produce additional expert witness reports from one or more experts who would be called solely for purposes of rebuttal. The Debtors also reserve the right to call as a witness any person identified on any other party's preliminary or final witness lists or any subsequently filed witness lists.

Dated: June 15, 2009

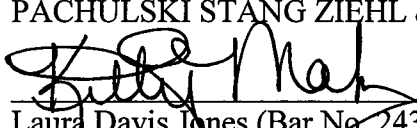
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